

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

IN RE VERIFONE HOLDINGS, INC.
SECURITIES LITIGATION,

) No. C 07-06140 MHP

) Honorable Marilyn Hall Patel
) Courtroom 15

**DECLARATION OF YOSHI ALHARAL IN RESPONSE TO THE COURT'S MAY 14, 2008
ORDER REQUESTING SUPPLEMENTAL INFORMATION**

I, Yossi Alharal, make this Declaration in Response to the Court's Order of May 14, 2008 and in further support of the CLAL Finance Batucha Investment Management, Ltd.'s Motion For Appointment As Lead Plaintiff.

1. Schedule A reflects: a) the number Lipman shares held by CLAL in each of the referenced accounts immediately before the consummation of the merger between Lipman Electronics Engineering, Ltd. ("Lipman") and Verifone Holdings, Inc. ("Verifone") on November 1, 2006; b) the number of Lipman shares held by CLAL in the referenced accounts immediately after the consummation of the merger on November 1, 2006; c) the number of Lipman shares converted to Verifone shares as part of the merger; d) the name of the exchange over which each purchase and sale of Lipman shares were conducted and e) the actual owners of the accounts referenced in the schedule.

2. CLAL had discretionary authority to make investments on behalf of the accounts referenced in Schedule A.

3. CLAL had the authority to vote the shares reflected in Schedule A.


4. CLAL did not have any information available regarding Lipman that was not generally available to the public and none of CLAL's officers or directors had any relationship with Lipman prior to the November 1, 2006 merger.

5. Schedule B reflects: a) the number of original Verifone shares—excluding all Verifone shares gained as a result of the merger with Lipman—purchased for each referenced account between August 30, 2006 and December 3, 2007; b) the total funds expended for the referenced accounts in purchasing Verifone shares during this period; c) the number of original Verifone shares sold during this period; d) the total funds received from selling the original Verifone shares during this period; 5) the number of original Verifone shares retained as of December 3, 2007; 6) the amount paid for the shares retained as of December 3, 2007—calculated according to the price paid for the shares bought most recently in time, but prior to December 3, 2007; 7) the losses incurred due to shares retained as of December 3, 2007; and 8) the actual owner of the stocks for each account referenced in the schedule.

6. CLAL had the discretion to purchase or sell the shares referenced in Schedule B.

7. CLAL had the right to vote the shares held in the accounts referenced in Schedule

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this ____ day of June, 2008, in Tel Aviv, Israel.


Yossi Alharal
Chief Operating Officer
CLAL Finance Batucha Investment Management, Ltd.

SCHEDULE A

Lipman Electronic Eng
CLAL Batucha Inv Mgmt Ltd

06/12/2008vk
SCHEDULE A

Account	Shs Held Prior to Merger on 11/01/2006	Shs Held After Merger on 11/01/2006	Number of Shs Converted to Verifone Shs	Exchange Pur/Sld Lipman Shs	Ownership	Voting Authority	Pur/Sld Authority	Relationships with Lipman
133900	76	0	76	Tel Aviv	E Kron Ilan	CLAL	CLAL	None
441311	320	0	320	Tel Aviv	Sadot T.V	CLAL	CLAL	None

Notes:

These were the only accounts that had holdings of Lipman shares. These accounts did not subsequently purchased any Verifone shares. Consequently, they are not included in Schedule B. Schedule B contains accounts exclusively with purchases and sales, if any, of "original" Verifone shares.

SCHEDULE B

VERIFONE HLDGS INC
 CLASS PERIOD: AUG 31 2006 through DEC 03 2007 (8:00 AM EST)
 CLAL Batucha Inv Mgmt Ltd A/Cs - Transactions in Original Verifone stock

SCHEDULE B

Account	Shares Purchased	Amount Paid	Shares Sold	Amount Received	Shares Retained 12/03/2007	Amt Paid Shs Retained 12/03/2007	Loss on Retained Shs	Ownership	Voting Authority	Pur(Sld) Authority
6019	67	(\$3,282)	0	\$0	67	(\$3,282)	(\$1,643) CLAL		CLAL	CLAL
6053	365	(\$17,882)	(54)	\$2,738	311	(\$15,106)	(\$7,499) CLAL		CLAL	CLAL
117666	3	(\$111)	(3)	\$110	0	\$0	\$0 CLAL		CLAL	CLAL
171140	89	(\$4,160)	(47)	\$2,318	42	(\$2,106)	(\$1,079) DORIT GLAS		CLAL	CLAL
191115	42	(\$2,106)	0	\$0	42	(\$2,106)	(\$1,232) OFER GLAS		CLAL	CLAL
201456	167	(\$7,734)	(93)	\$4,590	74	(\$3,710)	(\$2,171) ISRAEL CHAMBER OF INS AGENCIES		CLAL	CLAL
201545	113	(\$4,939)	0	\$0	113	(\$4,939)	(\$2,588) PROTEA HOUSE FUND		CLAL	CLAL
248004	103,585	(\$4,637,572)	(93,717)	\$4,052,285	9,868	(\$466,019)	(\$217,764) CLAL		CLAL	CLAL
248012	2,186	(\$110,305)	(2,186)	\$106,353	0	\$0	\$0 CLAL		CLAL	CLAL
248014	128,056	(\$5,725,477)	(111,843)	\$4,932,924	16,213	(\$824,903)	(\$417,351) CLAL		CLAL	CLAL
400660	8,889	(\$372,323)	(6,667)	\$294,276	2,222	(\$116,472)	(\$68,729) MAROM TECH TTEE ENSLAVEMENT		CLAL	CLAL
430430	102,234	(\$4,596,644)	(59,822)	\$2,609,605	42,412	(\$2,126,426)	(\$1,206,905) MAROM 100 TTEE ENSLAVEMENT		CLAL	CLAL
440206	127,946	(\$5,446,973)	(104,677)	\$4,456,418	23,269	(\$1,166,646)	(\$591,655) MAROM 25 LTD		CLAL	CLAL
650066	772	(\$35,736)	(429)	\$21,745	343	(\$17,197)	(\$10,061) SHAPIRA MOVIES LTD		CLAL	CLAL
655266	1,916	(\$90,816)	(849)	\$41,904	1,067	(\$53,497)	(\$31,299) TTEE UNION MIZRAHI BANK CO		CLAL	CLAL
707707	452	(\$22,620)	(452)	\$22,550	0	\$0	\$0 CLAL		CLAL	CLAL
Total	476,882	(\$21,078,680)	(380,839)	\$16,547,816	96,043	(\$4,802,409)	(\$2,559,976)			

Notes:

US Dollar Equivalent as of March 02 2008, the last day of the 90-Day post-Class Period.

These accounts did not hold any Lipman shares. All shares purchased during the Class Period were "original" Verifone shares against which sales were matched.